



Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

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1-331A001

November 25, 1991

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

12784-G
NOV 27 1991 10 10 AM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of November 22, 1991. The primary document to which this is connected is recorded under Recordation No. 12784.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: Chemical Bank
55 Water Street
New York, New York 10041

LESSEE/GUARANTOR: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

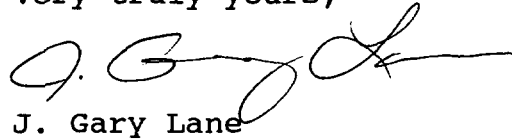
Number of Units	General Description	AAR Symbol	Railroad's Road Numbers (both inclusive)
6	100-ton Covered Hopper Cars	LO	SOU 88570, 88623, 88749, 88835, 88837, 88967

A fee of \$16.00 is enclosed. Please return two of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of November 22, 1991, with respect to Equipment Trust Agreement with Recordation No. 12784, dated February 1, 1981, covering six covered hopper cars, numbered SOU 88570, 88623, 88749, 88835, 88837 and 88967, changed to NS 257502, 257501, 257503, 257500, 257504 and 257505, respectively.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'J. Gary Lane', with a stylized flourish at the end.

J. Gary Lane

JGL/jad

Enclosures

REGISTRATION NO 12784-G FILED 1423

STATEMENT OF NEW NUMBERS

NOV 27 1991 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO SIX (6) COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 88570, 88623, 88749, 88835, 88837 AND 88967 SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF FEBRUARY 1, 1981, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND CHEMICAL BANK, AS TRUSTEE

Old Road Number
Assigned

New Road Number
Assigned

SOU 88570
SOU 88623
SOU 88749
SOU 88835
SOU 88837
SOU 88967

NS 257502
NS 257501
NS 257503
NS 257500
NS 257504
NS 257505

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 22nd day of November, 1991.

NORFOLK SOUTHERN RAILWAY COMPANY

By: PA Blazer
Vice President

ATTEST:

Cezara M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
)
CITY OF NORFOLK) SS:

On this *22nd* day of November, 1991, before me personally appeared *R.A. Brogan*, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.

Karen H. Sublett

Notary Public

My Commission expires:

January 31, 1995